

**IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS**

BERNARD STERN, Individually and On Behalf  
of All Others Similarly Situated,

Plaintiff,

v.

ATWOOD OCEANICS, INC., GEORGE S.  
DOTSON, JACK E. GOLDEN, HANS  
HELMERICH, JEFFREY A. MILLER, JAMES R.  
MONTAGUE, ROBERT J. SALTIEL, PHIL D.  
WEDEMEYER, ENSCO PLC, and ECHO  
MERGER SUB LLC,

Defendants.

JOSEPH COMPOSTO, individually and on  
behalf of all others similarly situated,

Plaintiff,

v.

ATWOOD OCEANICS, INC., GEORGE S.  
DOTSON, JACK E. GOLDEN, HANS  
HELMERICH, JEFFREY A. MILLER, JAMES R.  
MONTAGUE, ROBERT J. SALTIEL, and PHIL  
D. WEDEMEYER,

Defendants.

BOOTH FAMILY TRUST, On Behalf of Itself  
and All Others Similarly Situated,

Plaintiff,

v.

ATWOOD OCEANICS, INC., ROBERT J.  
SALTIEL, GEORGE S. DOTSON, JACK E.  
GOLDEN, HANS HELMERICH, JEFFREY A.  
MILLER, JAMES R. MONTAGUE, and PHIL D.  
WEDEMEYER,

Defendants.

Case No. 4:17-CV-01942

Action Filed: June 23, 2017

Assigned Judge: Judge Harmon

Case No. 4:17-cv-01968

Action Filed: June 27, 2017

Assigned Judge: Judge Werlein

Case No. 4:17-CV-01995

Action Filed: June 29, 2017

Assigned Judge: Judge Hoyt

MARY CARTER, Individually and on  
Behalf of All Others Similarly Situated,

Plaintiff,

v.

ATWOOD OCEANICS, INC., ROBERT J.  
SALTIEL, GEORGE DOTSON, JACK GOLDEN,  
HANS HELMERICH, JEFFREY A. MILLER,  
JAMES MONTAGUE and PHIL D. WEDEMEYE  
R,

Defendants.

Case No. 4:17-cv-02013

Action Filed: June 30, 2017

Assigned Judge: Judge Atlas

**STIPULATION AND JOINT MOTION OF CONSOLIDATION AND  
TIMING OF RESPONSE TO COMPLAINTS**

Pursuant to Local Rule 7.6, the parties in the above-styled actions enter the below stipulation and file their Joint Motion of Consolidation and Timing of Response to Complaints, respectfully requesting the Court to consolidate the above-styled actions as set forth below. As required by Local Rule 7.6, the parties are filing this joint motion with the Court of the first-filed case and providing courtesy copies to the other assigned Courts.

WHEREAS, on June 23, June 27, June 29 and June 30, 2017, plaintiffs Bernard Stern, Joseph Composto, Booth Family Trust, and Mary Carter (“Plaintiffs”) in the above captioned actions (the “Actions”) filed complaints. The complaints allege violations of the federal securities laws and name the following defendants: Atwood Oceanics, Inc. (“Atwood” or the “Company”), George S. Dotson, Jack E. Golden, Hans Helmerich, Jeffrey A. Miller, James R. Montague, Robert J. Saltiel, and Phil D. Wedemeyer (the “Individual Defendants” or the “Board” and collectively with Atwood, the “Atwood Defendants”) and Ensco plc (“Ensco plc”) and Echo Merger Sub LLC (“Merger Sub,” and together with Ensco plc, “Ensco” and together with the Atwood Defendants, “Defendants”);

WHEREAS, the Actions contain substantially similar allegations arising out of the same alleged events and name many of the same defendants;

WHEREAS, the complaints in each of the Actions assert claims under Sections 14(a) and 20(a) of the Securities Exchange Act of 1934 and Rule 14a-9 promulgated thereunder, and thus raise common issues of law;

WHEREAS, the Plaintiffs in each of the Actions and the Defendants agree that the Actions raise common issues of law or fact and should be consolidated under Rule 42(a) of the Federal Rules of Civil Procedure;

WHEREAS, the Private Securities Litigation Reform Act (the “PSLRA”) contemplates that: (i) the plaintiff who files a securities class action shall publish notice to the purported class within 20 days of filing the action informing the class members of their right to seek appointment as lead plaintiff; (ii) not later than 60 days after the date on which the notice is published, any member of the purported class may move the court to serve as lead plaintiff of the purported class; and (iii) the Court shall appoint lead plaintiff and lead counsel. *See* 15 U.S.C. § 78u-4(a)(3)(A) & (B);

WHEREAS, the deadline for motions to serve as lead plaintiff in each of the Actions has not yet passed;

WHEREAS, the lead plaintiff will need to file a consolidated amended complaint or deem an existing complaint as the operative complaint;

WHEREAS, in the interest of judicial economy, no defendant in any of the Actions should be required to move to dismiss or otherwise respond to any of the original complaints filed in any of the Actions pending the lead plaintiff and lead counsel selection process;

WHEREAS, consolidation of the Actions will promote efficiency, conserve the Court and the parties’ resources, promote judicial economy, and streamline the Actions.

WHEREFORE, Plaintiffs and Defendants stipulate to the below and respectfully move the Court to consolidate the above-styled actions as follows:

1. The Actions entitled *Composto v. Atwood Oceanics, Inc. et al.*, Case No. 4:17-cv-01968, *Booth Family Trust v. Atwood Oceanics, Inc. et al.*, Case No. 4:17-cv-01995, and *Carter v. Atwood Oceanics, Inc. et al.*, Case No. 4:17-cv-02013, are hereby reassigned to Judge Melinda

Harmon, before whom *Stern v. Atwood Oceanics, Inc. et al.*, Case No. 4:17-cv-01942, is pending.

2. The Actions are hereby consolidated pursuant to Rule 42(a) of the Federal Rules of Civil Procedure. *Stern v. Atwood Oceanics, Inc. et al.*, Case No. 4:17-cv-01942, is designated the lead case (the “Consolidated Action”).

3. All related actions that are subsequently filed in, or transferred to, this District shall be consolidated into the Consolidated Action. This Order shall apply to every such action, absent order of the Court.

4. Every pleading filed in the Consolidated Action, or in any separate action consolidated herein, shall bear the following caption:

IN RE ATWOOD OCEANICS, INC. SHAREHOLDER LITIGATION	CONSOLIDATED Master File No.: 4:17-cv-01942
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5. The file in Case No. 4:17-cv-01942 shall constitute a Master File for every action in the Consolidated Action.

6. The parties to the Consolidated Action shall file a Notice of Related Cases pursuant to Local Rule 42 - 4.03 whenever a case that should be consolidated into this action is filed in, or transferred to, this District. If the Court determines that the case is related, the clerk shall:

- (a) place a copy of this Order in the separate file for such action;
- (b) serve on plaintiffs’ counsel in the new case a copy of this Order;
- (c) direct that this Order be served upon defendants in the new case; and
- (d) make the appropriate entry in the Master Docket.

7. No defendant in any of the Actions shall be required to answer or otherwise respond to any original complaint filed in any of the Actions.

8. Nothing herein shall preclude or impair plaintiffs' ability to seek injunctive relief, shortening of time, or expedited proceedings, even prior to the appointment of a lead plaintiff and lead counsel.

9. In the event that the Consolidated Action proceeds in this district and this Court appoints a lead plaintiff and lead counsel pursuant to the PSLRA, lead plaintiff and counsel for defendants shall submit a proposed scheduling order (or, if no agreement can be reached, separate proposed scheduling orders) covering the filing of a consolidated amended complaint or designation of a previously filed complaint as the operative complaint in this action and the filing and briefing of any dispositive motions.

10. The Defendants agree to waive service of any summons and consolidated amended complaint or any previously filed complaint deemed the operative complaint in the Consolidated Action.

11. Defendants in the Actions retain all defenses and objections to the Actions.

Pursuant to the above stipulation, Plaintiffs and Defendants respectfully request the Court to consolidate the above-styled actions and enter the parties' proposed order reflecting the foregoing stipulation. The parties have attached the proposed order as Exhibit A and separately submitted the proposed order with this filing.

Respectfully submitted,

Dated: August 15, 2017

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Dated: August 15, 2017

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**CERTIFICATE OF SERVICE**

On August 18, 2017, a true and correct copy of foregoing instrument was served according to the FEDERAL RULES OF CIVIL PROCEDURE via the ECF system on counsel of record.

/s/ Mike Raiff

MICHAEL RAIFF

# Exhibit A

AGREED ORDER

Having read and considered Plaintiffs' and Defendants' Stipulation and Joint Motion of Consolidation and Timing of Response to Complaints, the Court **HEREBY GRANTS THE MOTION AND ORDERS THAT:**

1. The Actions entitled *Composto v. Atwood Oceanics, Inc. et al.*, Case No. 4:17-cv-01968, *Booth Family Trust v. Atwood Oceanics, Inc. et al.*, Case No. 4:17-cv-01995, and *Carter v. Atwood Oceanics, Inc. et al.*, Case No. 4:17-cv-02013, are hereby reassigned to Judge Melinda Harmon, before whom *Stern v. Atwood Oceanics, Inc. et al.*, Case No. 4:17-cv-01942, is pending.

2. The Actions are hereby consolidated pursuant to Rule 42(a) of the Federal Rules of Civil Procedure. *Stern v. Atwood Oceanics, Inc. et al.*, Case No. 4:17-cv-01942, is designated the lead case (the "Consolidated Action").

3. All related actions that are subsequently filed in, or transferred to, this District shall be consolidated into the Consolidated Action. This Order shall apply to every such action, absent order of the Court.

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- (a) place a copy of this Order in the separate file for such action;
- (b) serve on plaintiffs' counsel in the new case a copy of this Order;
- (c) direct that this Order be served upon defendants in the new case; and
- (d) make the appropriate entry in the Master Docket.

7. No defendant in any of the Actions shall be required to answer or otherwise respond to any original complaint filed in any of the Actions.

8. Nothing herein shall preclude or impair plaintiffs' ability to seek injunctive relief, shortening of time, or expedited proceedings, even prior to the appointment of a lead plaintiff and lead counsel.

9. In the event that the Consolidated Action proceeds in this district and this Court appoints a lead plaintiff and lead counsel pursuant to the PSLRA, lead plaintiff and counsel for defendants shall submit a proposed scheduling order (or, if no agreement can be reached, separate proposed scheduling orders) covering the filing of a consolidated amended complaint or designation of a previously filed complaint as the operative complaint in this action and the filing and briefing of any dispositive motions.

10. The Defendants agree to waive service of any summons and consolidated amended complaint or any previously filed complaint deemed the operative complaint in the Consolidated Action.

11. Defendants in the Actions retain all defenses and objections to the Actions and the Consolidated Action.

DATED: \_\_\_\_\_

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The Honorable Melinda Harmon  
United States District Judge